

## **EXHIBIT A-5**

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

In re: Methyl *tertiary* Butyl Ether ("MtBE")  
Products Liability Litigation

Master File No. 1:00-1898  
MDL No. 1358 (SAS)

This Document Relates To:

DECLARATION OF  
DR. MICHAEL C. KEELEY

*New Jersey Department of Environmental  
Protection, et al. v. Atlantic Richfield Co., et al.,*  
Case No. 1:00-1898 (SAS)

I, Michael C. Keeley, hereby declare and state as follows:

1. My name is Michael C. Keeley. I am over 21 years of age, of sound mind, and fully competent to make this Declaration.
2. I have been retained by CUSA as testifying expert in this matter. I am an economist and Senior Vice President of Cornerstone Research, an economic and financial consulting firm. I specialize in economic, financial, and statistical analysis. I earned a S.B. degree in mathematics from the Massachusetts Institute of Technology, and the University of Chicago awarded me M.S. and Ph.D. degrees in economics.
3. My background and qualifications are more specifically detailed in my Expert Report in this matter, a true and correct copy of which is attached as Exhibit A-4.
4. In preparation for my Expert Report, I reviewed and relied on Plaintiffs' Responses to Defendants' First Set of Contention Interrogatories in order to analyze and respond to Plaintiffs' claims in this matter. I also reviewed the documents listed in Appendix C to my Expert Report.
5. Nowhere in any of these materials did I see that Plaintiffs were alleging that CUSA was responsible for supplying MTBE or gasoline containing MTBE to the trial site known as the Skyline Service Center. And when Plaintiffs' Expert, Martin Tallett, responded to my report, he did not claim that CUSA supplied the Skyline Service Center.

6. Had Plaintiffs or their experts ever asserted such a claim during the discovery period, I would have analyzed such a claim and responded to it.

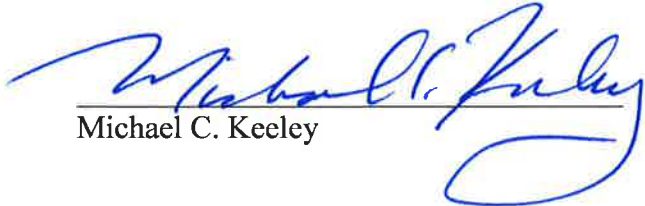
7. I understand that Plaintiffs now contend that gasoline containing MTBE from CUSA's Philadelphia Refinery was delivered to the Skyline Service Center. I have not evaluated that claim, but as set forth in Exhibit A-4, CUSA's Philadelphia refinery only added MTBE to gasoline between 1992 and 1994 as part of the Federal Wintertime Program. Some of that gasoline was sold to companies in New Jersey. The refinery was then sold in 1994.

8. In connection with my report, I calculated CUSA's market share in New Jersey between, among things, the years 1992 and 1994. As illustrated in Exhibit 1 and Amended Exhibit 1 to my report, true and correct copies of which are included in Exhibit A-4, CUSA's market share for these years was below three percent, and zero percent for the years after 1994.

9. Plaintiffs' expert, Martin Tallett, essentially agreed with my calculations, making only one minor change, which I accepted in my Amended Exhibit 1.

10. I declare under penalty of perjury that the foregoing is true and correct.

Executed at Menlo Park, CA, this 14<sup>th</sup> day of October, 2013.

  
Michael C. Keeley